Permit #F00023893-A

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00023893-A **Type of Permit:** FILMING **Release Date:** 01/27/2010

Production Company AERO FILMS

Insured Company Name AERO FILMS
Contact Phone No. 1 310-396-3636
Contact Phone No. 2
Fax 310-396-5636
Address 3000 31ST ST
SANTA MONICA, California 90405

Production Title AMERITRADE

Type of Production Commercial - Standard

Producer Larry Gold

Director Gary McKendry

1st AD Greg McCollum

Production Manager Michael Murphy

FilmL.A. Coordinator Naomi Kajiyama

Location Manager Rod Weiner
Primary Phone Mobile - 415-606-1146
Secondary Phone Office - 310-396-3636

Location Assistant none none
Primary Phone Office - 310-396-3636
Secondary Phone

Fees

Posting 300	$26.00
Posting 600	$156.00
Notification Charge	$310.00
LA CITY LANE AND STREET CLOSURE FEE	$624.00
FILMLA FILM PERMIT RIDER FEE	$100.00

Total Permit Fee $1,216.00

Number of Locations 2

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Summary Information — Location

Permit Number F00023893-A
Production Company AERO FILMS
Insured Company AERO FILMS
Production Title AMERITRADE

Location Manager Rod Weiner
Primary Phone Mobile - 415-606-1146
Secondary Phone Office - 310-396-3636

Location Address 135 N Grand Ave, Los Angeles, CA, 90012

Location Names

Location Type Sports/Concert Venue

Location Description MUSIC CENTER

Film Dates 1/28/2010 - 1/28/2010 05:30 - 14:00

Open or Closed to the Public Closed

Generic Conditions
All travel lanes and bike lanes shall be closed per the WATCH manual.
May not interfere with adjacent traffic lanes
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with merchant activity
No interference with pedestrian traffic
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.

Please see attached documents
Aero.Ameritrade.23893.Grand.pdf
Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	3
Cast/Crew vehicles	40
Cube Trucks	4
Generator	1
Motor Homes	1
Vans	2

Personnel on Location

Type	Quantity
Cast	5
Crew	45
Extras	5
Off-Duty/Retired LAPD Officer(s)	1

Filming Activities Equipment on sidewalk & street; Exterior Dialogue; Exterior establishing shots; One-way directional intermittent traffic control - 2 minute standard (except 0700-0900 hrs & 1500-1900 hrs);

Jurisdiction
Political: Los Angeles City - Council District 09
Police: Los Angeles Police Department
Fire: Los Angeles City

Location Notes

Coordinator Note Rider A releases location; collects notification, posting and closure fees

Coordinator Note No equipment/vehicles allowed in lot at 1st St & Beaudry Av within 200' of residents prior to 0700 hrs or after 2200 hrs

Parking

Base Camp
Location Type : Private Parking Lot
Street : Lot at 1st St & Beaudry Av

Crew Parking
Location Type : Private Parking Lot
Street : Lot at 1st St & Beaudry Av

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Summary Information — Location

Permit Number	F00023893-A	**Location Manager**	Rod Weiner
Production Company	AERO FILMS	Primary Phone	Mobile - 415-606-1146
Insured Company	AERO FILMS	Secondary Phone	Office - 310-396-3636
Production Title	AMERITRADE		

Posting "No Parking" signs E/S Hope St., Temple St - South 450' (to the curb cut in)

Approximate Footage 301 - 600 **Log Number** 1009808

Date(s) 1/28/2010 to 1/28/2010 **Time(s)** 00:00 to 00:00

Lane / Full Closure W/S curb lane on Grand Ave., Temple St - 1st St

Approximate Footage 301 - 600

Date(s) 1/28/2010 to 1/28/2010 **Time(s)** 05:30 to 14:00

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Summary Information — Location

Permit Number F00023893-A
Production Company AERO FILMS
Insured Company AERO FILMS
Production Title AMERITRADE

Location Manager Rod Weiner
Primary Phone Mobile - 415-606-1146
Secondary Phone Office - 310-396-3636

Location Address 1600 Pacific Ave, Venezia, CA, 90291

Location Names

Location Type Retail Business

Location Description

Film Dates 1/28/2010 - 1/28/2010 07:00 - 22:00

Open or Closed to the Public Closed

Generic Conditions
All travel lanes and bike lanes shall be closed per the WATCH manual.
Community Survey Obtained
Equipment vehicles may park on one side of street
May not interfere with adjacent traffic lanes
Must comply with attached conditions
No Cast and Crew parking on areas streets.
No interference with merchant activity
No interference with pedestrian traffic
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.

Please see attached documents
Aero.Ameritrade.23893.Windward.pdf
Venice Beach Lots.PDF
Venice Area January 2010.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	3
Cast/Crew vehicles	40
Cube Trucks	4
Generator	1
Motor Homes	1
Vans	1

Personnel on Location

Type	Quantity
Cast	5
Crew	45
Off-Duty/Retired LAPD Officer(s)	1

Filming Activities Interior and exterior dialogue; One-way directional intermittent traffic control - 2 minute standard;

Jurisdiction **Political:** Los Angeles City - Council District 11 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note Company must contact PCI directly (213-746-5764) for use of PCI lots

Coordinator Note Rider A releases location; collects notification, posting and closure fees

Coordinator Note Company must talk to affected businesses for parking at meters near Windward Av & Pacific Av
Company will utilize parking spaces: 451, 452, 453, 454, 455, 456, 457, 462, 463 & 464

Parking **Base Camp** **Crew Parking**

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Summary Information — Location

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Production Company AERO FILMS
Insured Company AERO FILMS
Production Title AMERITRADE

Location Manager Rod Weiner
Primary Phone Mobile - 415-606-1146
Secondary Phone Office - 310-396-3636

	Location Type : LA County Parking lot Street : PCI - Venice (Venice Bl & Dell Av) (100 spaces)	Location Type : LA County Parking lot Street : PCI - Venice (Venice Bl & Dell Av) (100 spaces)
Posting "No Parking" signs	W/s of locations parking lot, ALL 7 meters, #'s: 451, 452, 453, 454, 455, 456, & 457 (POSTING CANCELED PER LADOT 1/25; NO POSTING FEE DUE) E/s of locations parking lot, 3 meters, #'s: 462, 463 & 464 (POSTING CANCELED PER LADOT 1/25; NO POSTING FEE DUE)	
Approximate Footage	0 - 300	**Log Number**
Date(s)	1/28/2010 to 1/28/2010	**Time(s)** 07:00 to 22:00
Posting "No Parking" signs	S/S Venice Way, Pacific Ave - East to 218 Venice Way	
Approximate Footage	301 - 600	**Log Number** 1009823
Date(s)	1/28/2010 to 1/28/2010	**Time(s)** 07:00 to 22:00
Posting "No Parking" signs	N/S Windward Ave., Windward Circle - West to Park Row (Alley)	
Approximate Footage	0 - 300	**Log Number** 1009823
Date(s)	1/28/2010 to 1/28/2010	**Time(s)** 07:00 to 22:00
Posting "No Parking" signs	S/S Windward Ave., Pacific Ave - West to Speedway Alley (POSTING CANCELED PER A VALDEZ 1/25; POSTING FEE STILL DUE)	
Approximate Footage	301 - 600	**Log Number** 1009823
Date(s)	1/28/2010 to 1/28/2010	**Time(s)** 07:00 to 22:00
Lane / Full Closure	S/S curb lane on Windward Ave., Pacific Ave - East 120'	
Approximate Footage	0 - 300	
Date(s)	1/28/2010 to 1/28/2010	**Time(s)** 07:00 to 22:00

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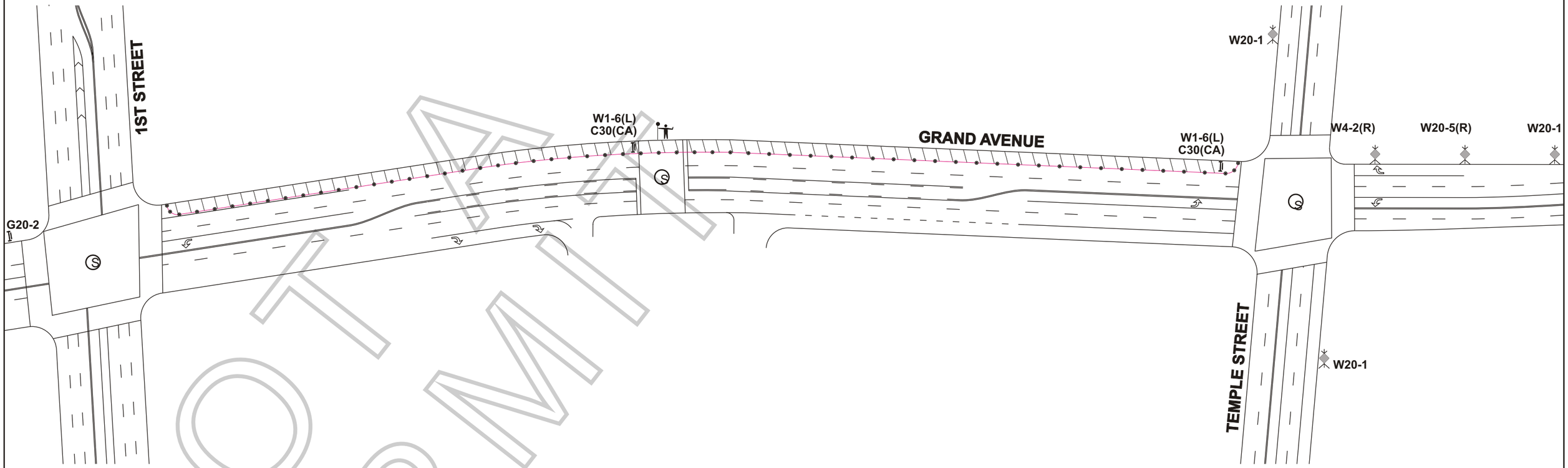
Permit #F00023893-A



NOT A PERMIT

ROAD WORK AHEAD W20-1	CENTER RIGHT LANE CLOSED AHEAD W20-5 (C),(R)	NARROW LANE AHEAD C12	N W E S	PAGE(S): 1 OF 1
W4-2 (R),(L)	W1-6(R)/(L) CONE MOUNTED	END ROAD WORK G20-2	LANE CLOSED C30	

RIGHT OF WAY INC.
150 EAST ARROW HWY
SAN DIMAS, CA 91773
PHN: (626) 930-9292, FAX: (626) 930-9220
CALIFORNIA LICENSE CLASS, C-31 No.792675
PLANS DRAWN BY: MATT COUMANS
TRAFFIC CONTROL PLANS DRAWN PER
M.U.T.C.D. & THE W.A.T.C.H. MANUAL

PACIFIC PRODUCTIONS SERVICE
PO BOX 2375
HOLLYWOOD, CA 90078
PHN: (323) 465-9179
FAX: (323) 465-9869
CONTACT: ALYJOE VALDEZ
CELLULAR: (323) 363-2755

TRAFFIC CONTROL FOR:	LOCATION CONTACT:
AERO FILMS TD AMERITRADE	PPS / CHRIS AGNEW (323) 465-9179
SITE ADDRESS: GRAND AVENUE LOS ANGELES, CA	CLOSURE LOCATION: W/S CURB LANE GRAND AVE BETWEEN TEMPLE ST. - 1ST ST.
CLOSURE DATES:	CLOSURE TIMES:
01/28/2010	**05:30 - 14:00**
FILM LA CONTACT: NAOMI KAJIYAMA	FILM LA PERMIT NO. F-23893
THOMAS GUIDE PAGE, 634 F-3	

LEGEND:

- WORK AREA CLOSURE
- CONE PATTERN
- DELINEATION
- TYPE I BARRICADE W/SIGN
- CONSTRUCTION WARNING SIGN
- SOLAR ARROW BOARD UNITS
- FLAGGER PERSON OR T.C.O.

GENERAL NOTES:
1. DATE/TIME: PER CLOSURE DATES AND TIMES AS NOTED IN TITLE BLOCK
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA M.U.T.C.D., AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS. SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE SHALL BE NO INTERFERENCE WITH TRAFFIC SIGNS OR CROSSWALKS.
4. CONES SHALL BE 28" MINIMUM HEIGHT AND SHALL HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. FLAGGER AND OR TRAFFIC CONTROL OFFICER(TCO) SHALL DIRECT TRAFFIC IF NECESSARY.

SITE NOTES:
6. NOTIFY ALL BUSINESSES AND/OR RESIDENTS AFFECTED BY CLOSURE MINIMUM OF 48 HOURS PRIOR TO CLOSURE
7. CONTRACTOR TO MAINTAIN ALL DRIVEWAYS AND PUBLIC ACCESS.
8. CONTACT D.O.T. AND/OR P.W. FOR INSTALLATION OF T.A.N.S.A.T. SIGNS, POSTING MUST BE CITY OF GLENDALE SIGNS CONTACT CITY OF GLENDALE POLICE DEPARTMENT FOR POSTING VERIFICATION.

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

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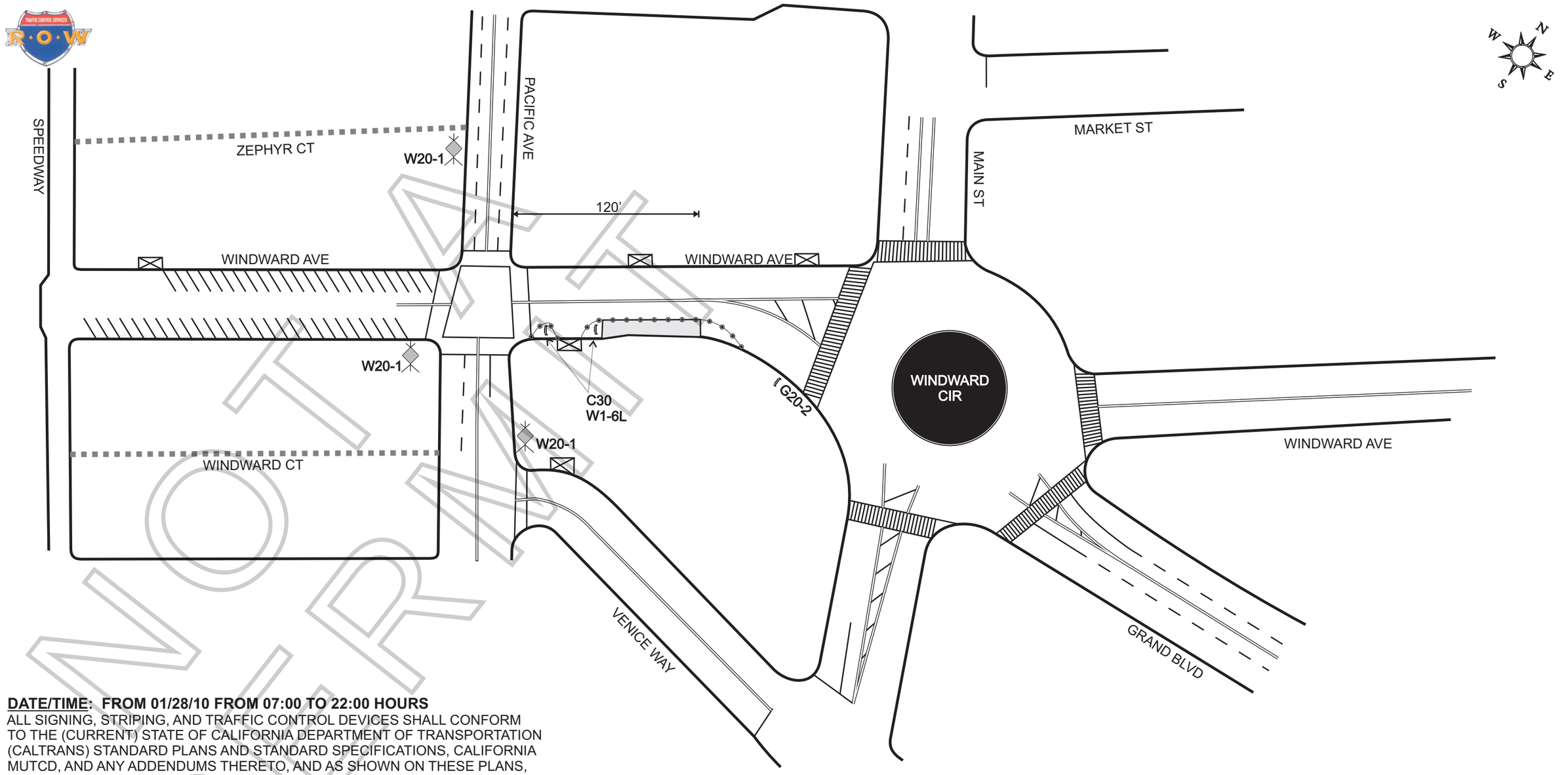
Permit #F00023893-A



NOT FOR CONSTRUCTION

1. **<u>DATE/TIME</u>: FROM 01/28/10 FROM 07:00 TO 22:00 HOURS**
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

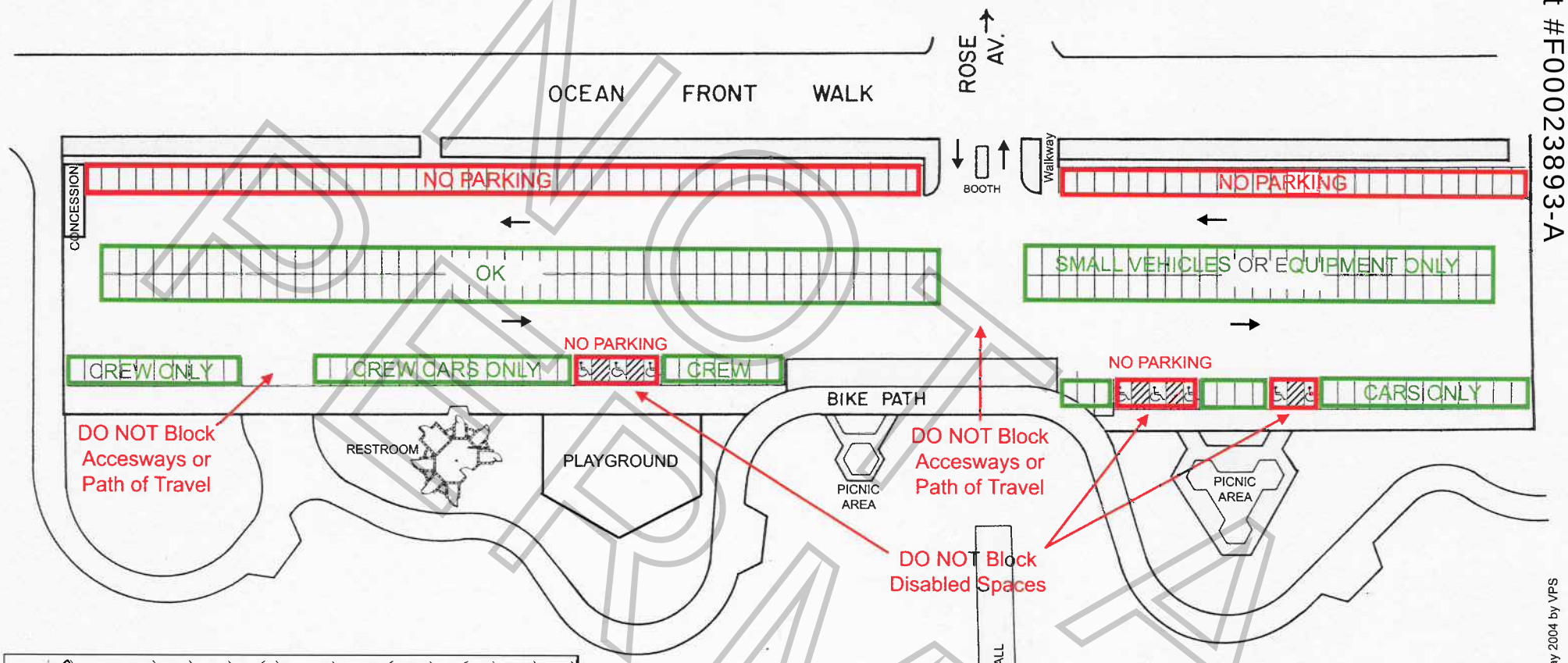
LEGEND:	
WORK AREA CLOSURE	TYPE I BARRICADE W/SIGN
CONE PATTERN DELINEATION	CONSTRUCTION WARNING SIGN

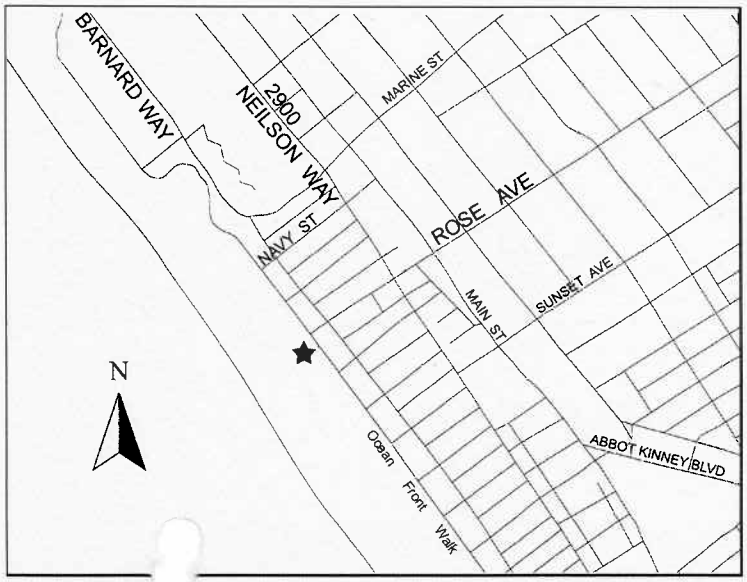
RIGHT OF WAY INC	TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
150 E. ARROW HWY., SAN DIMAS, CA 91773 PH: (626) 930-9292 - FAX: (626) 930-9220 CA LIC #792675 PLANS DRAWN BY: STEVE OSBORN TRAFFIC CONTROL PLANS ARE DRAWN PER MUTCD & 2009 WATCH MANUAL	AMERITRADE PMT# F23893 AERO FILM	WINDWARD AVE PACIFIC AVE - 120' EAST CITY OF LOS ANGELES, CA	P.P.S. / ALYJOE VALDEZ PHONE: (323) 465-9179 **FILM LA CONTACT**: NAOMI KAJIYAMA

ROAD WORK AHEAD W20-1	 W1-6	LANE CLOSED C30	END ROAD WORK G20-2

VENICE CITY BEACH
ROSE AVE PARKING LOT - FILMING AREAS

Permit #F00023893-A





Filming delineations May 2004 by VPS

Map not to scale.

REGULAR SPACES	280
DISABLED	8
TOTAL	288

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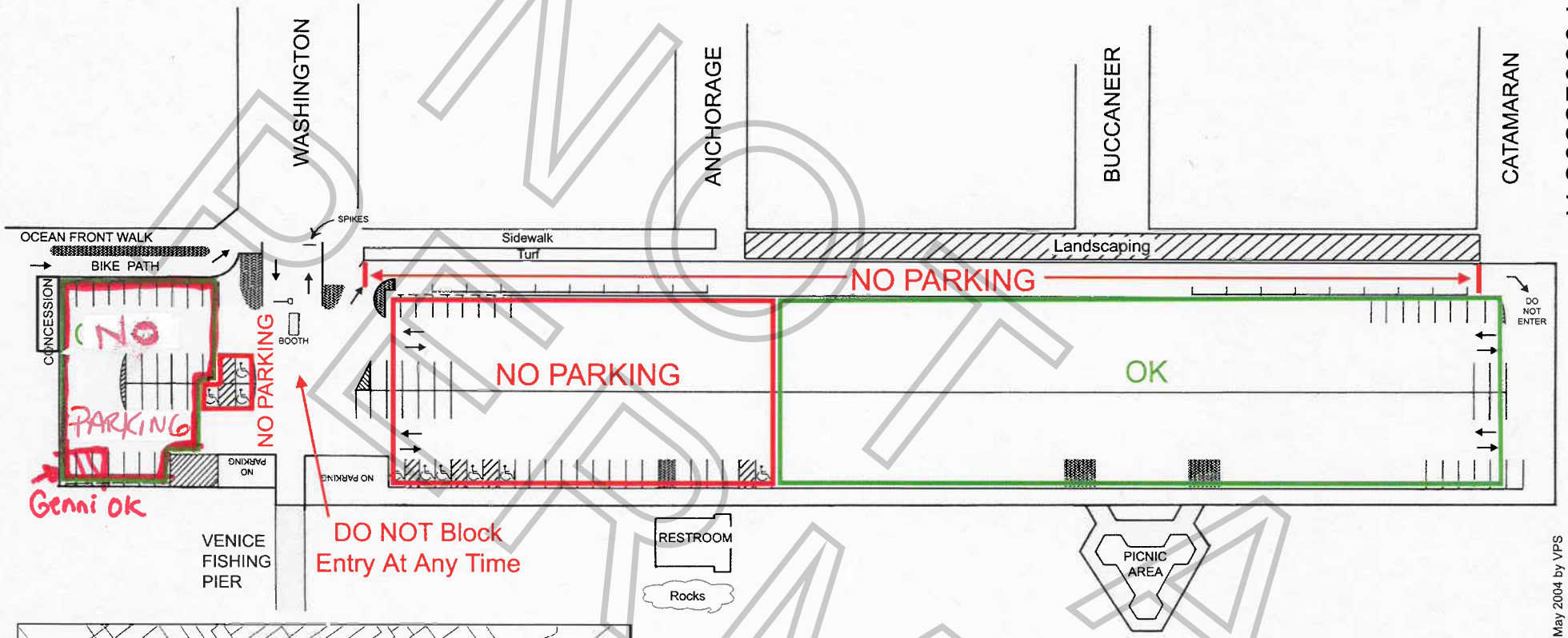
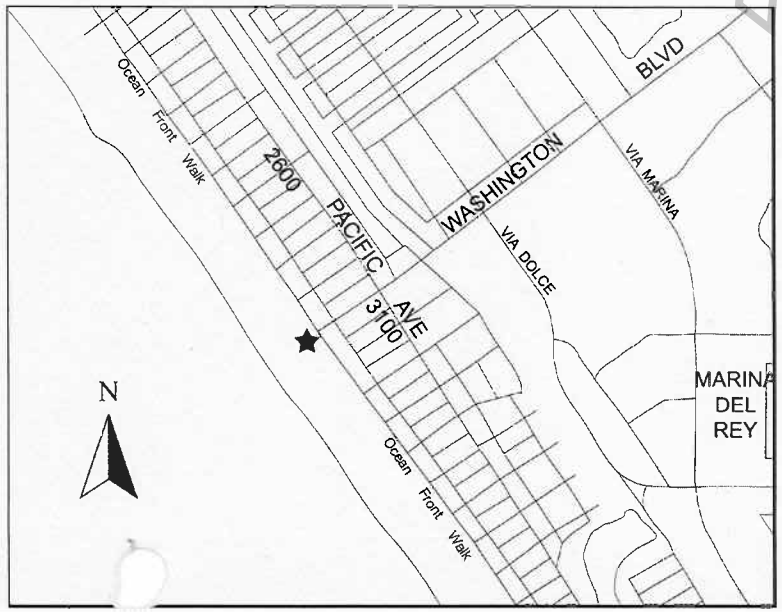
L.A. COUNTY DEPARTMENT OF BEACHES AND HARBORS [illegible]ed 5 / 2002 by CLS

DO NOT PRINT

VENICE CITY BEACH
WASHINGTON BLVD PARKING LOT - FILMING AREAS

Permit #F00023893-A





Filming delineations May 2004 by VPS

REGULAR SPACES	371
DISABLED	9
TOTAL	380

L.A. COUNTY DEPARTMENT OF BEACHES AND HARBORS — Revised 10 / 2003 by CLS

Ma[illegible]t to scale.

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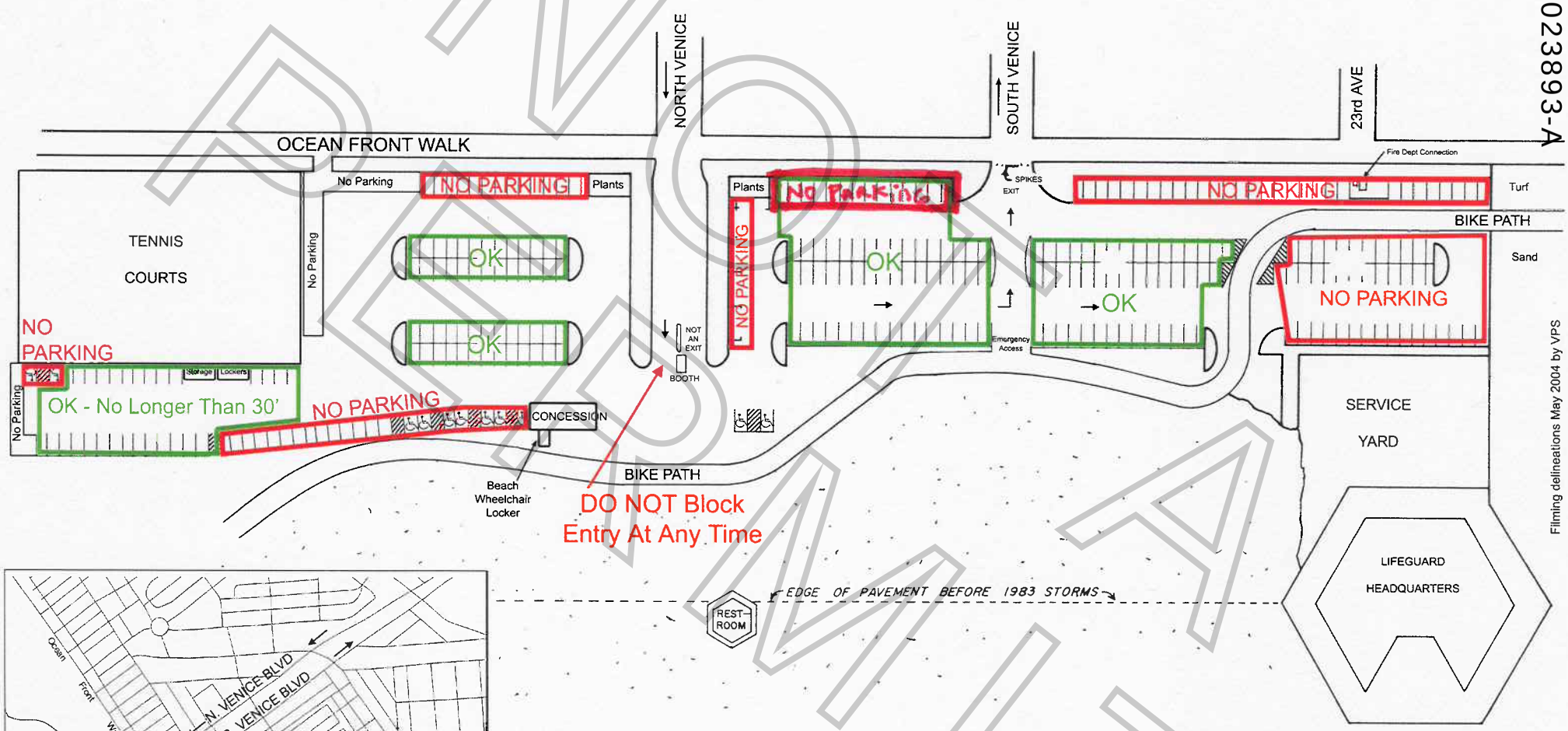
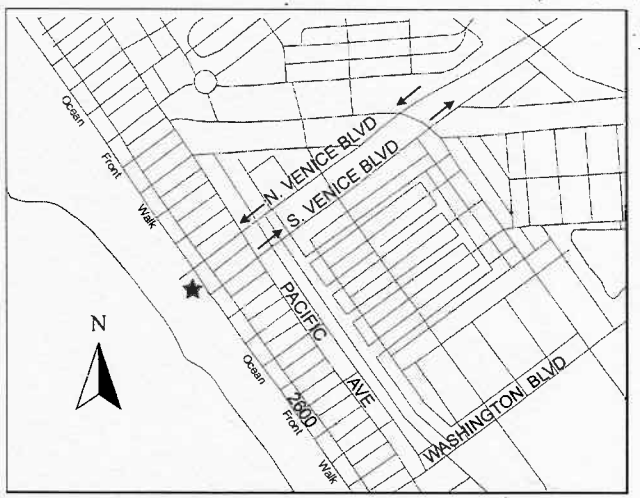
VENICE CITY BEACH
VENICE BLVD PARKING LOT - FILMING AREAS

Permit #F00023893-A





Map not to scale.

Filming delineations May 2004 by VPS

REGULAR SPACES	292
DISABLED	11
TOTAL	303

L.A. COUNTY DEPARTMENT OF BEACHES AND HARBORS — Revised 5 / 2002 by CLS

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PERMIT

SPECIAL FILMING CONDITIONS
VENICE AREA

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

For purposes of these guidelines the Venice area is Santa Monica City limits to the north, Lincoln Boulevard to the East, Pacific Ocean to the west and Washington Boulevard to the South (including the Strand which is Pacific Avenue, Washington Boulevard, Via Marina, and the Pacific Ocean)

- **Affected residents and merchants must be notified at least two (2) days in advance of the first day of filming or the first day of any substantial set preparation.** *Permit requests must be submitted at least three (3) days in advance.*

- **Filming on holidays and weekends is generally not permitted**, especially during the summer. Exemptions may be granted on a case-by-case basis. Factors such as size of company, exact location and scope of intended filming, time of year, and anticipated impact on local parking will be considered when reviewing requests for such exemptions.

- **No vehicles shall be driven or parked on Ocean Front Walk between the hours of 10:00 a.m. and 7:00 p.m**. unless approved by The Department of Recreation and Parks.

- **Speedway shall not be used for parking of vehicles or equipment and must remain open to emergency vehicles.**

- **All vehicles and equipment (including private automobiles) associated with the production company shall be legally parked unless specific exemption is granted by the film permit.** No vehicles or equipment shall be permitted to park on Ocean Front Walk or the Venice Recreation Area property unless approved by The Department of Recreation and Parks. The use of private parking lots is strongly encouraged. Publicly owned parking lots in the area are managed by PCI parking and must be added to the filming permit and cleared with the appropriate agency.

- **Use of Los Angeles County beach parking lots have the following restrictions:**

    - **The Washington Boulevard lot is restricted to parking only between 7:00 a.m. and 10 p.m**. No community survey will be allowed for additional hours.
    - **Rose Avenue and Venice Boulevard lots require a community survey from affected residential buildings for any activity (parking or filming) prior to 7:00 a.m or after 10:00 p.m.**

- **Traffic control on all area streets shall be limited to a maximum of two (2) minutes.**

- **It is the responsibility of the production company to deploy sufficient police officers to ensure that traffic flow in the area is not unreasonably hindered.**

- **Additional Special Filming Conditions apply to filming on Washington Boulevard between Pacific Avenue and the Venice Pier, Abbot Kinney Boulevard, and Venice Beach.**

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